

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:	)	Chapter 11
	)	
W. R. GRACE & CO., et al., <sup>1</sup>	)	Case No. 01-01139 (JKF)
	)	(Jointly Administered)
	)	
Debtors.	)	<b>Objection Deadline: January 8, 2006, at 4:00 p.m. (prevailing eastern time)</b>

**SUMMARY APPLICATION OF KIRKLAND & ELLIS LLP FOR COMPENSATION  
FOR SERVICES AND REIMBURSEMENT OF EXPENSES AS BANKRUPTCY  
COUNSEL TO W. R. GRACE & CO., ET AL., FOR THE MONTHLY INTERIM  
PERIOD FROM NOVEMBER 1, 2005, THROUGH NOVEMBER 30, 2005**

Name of Applicant:	<u><b>Kirkland &amp; Ellis LLP ("K&amp;E")</b></u>
Authorized to Provide Professional Services to:	<u><b>W. R. Grace &amp; Co., et al., Debtors and Debtors-in-Possession</b></u>
Date of Retention:	<u><b>Retention Order entered May 3, 2001, effective as of April 2, 2001</b></u>
Period for which compensation and reimbursement is sought:	<u><b>November 1, 2005, through November 30, 2005</b></u>
Amount of Compensation sought as actual, reasonable and necessary:	<u><b>\$1,743,406.00</b></u>
Amount of Expense Reimbursement sought as actual, reasonable and necessary:	<u><b>\$182,798.39</b></u>
This is a <u><b>X</b></u> monthly ___ interim ___ final application.	

<sup>1</sup> The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

The total time expended for the preparation of this application is approximately **35 hours**, and the corresponding estimated compensation *that will be requested in a future application* is approximately **\$10,000.00**.

This is K&E's monthly application for interim compensation of services for the interim fee period November 1, 2005 through November 30, 2005. The following applications have been filed previously in the Chapter 11 Cases:

Date Filed	Period Covered	Requested Fees	Requested Expenses	Approved Fees	Approved Expenses
May 29, 2001	4/2 – 4/30/01	\$626,079.00	\$32,439.84	Interim approval <sup>2</sup>	Interim approval
June 29, 2001	5/1 – 5/31/01	\$567,151.00	\$77,487.86	Interim approval	Interim approval
July 31, 2001	6/1 – 6/30/01	\$560,569.50	\$45,466.13	Interim approval	Interim approval
July 31, 2001	April – June, 2001	\$1,753,799.50	\$155,393.83	\$1,753,799.50	\$155,393.83
August 28, 2001	7/1 – 7/31/01	\$476,582.50	\$25,312.13	Interim approval <sup>2</sup>	Interim approval
September 28, 2001	8/1 – 8/31/01	\$472,334.50	\$29,022.59	Interim approval	Interim approval
October 30, 2001	9/1 – 9/30/01	\$443,617.50	\$27,147.47	Interim approval	Interim approval
November 7, 2001	July – September, 2001	\$1,392,534.50	\$81,482.19	\$1,392,534.50	\$81,482.19
December 11, 2001	10/1 – 10/31/01	\$493,074.00	\$27,724.54	Interim approval <sup>2</sup>	Interim approval
December 29, 2001	11/1 – 11/30/01	\$524,980.00	\$29,678.21	Interim approval	Interim approval
January 31, 2002	12/1 – 12/31/01	\$405,278.50	\$27,276.95	Interim approval	Interim approval
February 7, 2002	October – December, 2001	\$1,423,332.50	\$84,679.70	\$1,419,127.00	\$84,679.70
March 4, 2002	1/1 – 1/31/02	\$439,056.00	\$32,279.54	Interim approval <sup>3</sup>	Interim approval
March 27, 2002	2/1 – 2/28/02	\$412,304.00	\$18,475.64	Interim approval	Interim approval
May 2, 2002	3/1 – 3/31/02	\$430,342.50	\$51,759.20	Interim approval	Interim approval
June 10, 2002	January – March, 2002	\$1,281,702.50	\$102,514.38	\$1,281,702.50	\$101,656.38
June 10, 2002	4/1 – 4/30/02	\$410,702.50	\$25,286.05	Interim approval <sup>4</sup>	Interim approval
July 2, 2002	5/1 – 5/31/02	\$335,280.50	\$25,556.83	Interim approval	Interim approval
August 8, 2002	6/1 – 6/30/02	\$243,127.00	\$16,326.36	Interim approval	Interim approval
September 3, 2002	April – June, 2002	\$989,110.00	\$67,169.24	\$981,666.50	\$67,169.24

<sup>2</sup> The fees and expenses requested in the April-June, 2001, July-September, 2001 and October-December, 2001, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on November 29, 2002.

<sup>3</sup> The fees and expenses requested in the January-March, 2002, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on October 9, 2002.

<sup>4</sup> The fees and expenses requested in the April-June, 2002, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on November 29, 2002.

Date Filed	Period Covered	Requested Fees	Requested Expenses	Approved Fees	Approved Expenses
September 11, 2002	7/1 – 7/31/02	\$335,129.00	\$28,504.48	Interim approval <sup>5</sup>	Interim approval
October 2, 2002	8/1 – 8/31/02	\$344,619.00	\$86,047.20	Interim approval	Interim approval
October 30, 2002	9/1 – 9/30-02	\$238,876.50	\$20,882.49	Interim approval	Interim approval
November 27, 2002	July – September, 2002	\$918,624.50	\$135,434.17	\$918,624.50	\$134,478.90
December 6, 2002	10/1 – 10/31/02	\$207,778.00	\$7,769.74	Interim approval <sup>6</sup>	Interim approval
January 13, 2003	11/1 – 11/30/02	\$122,419.00	\$4,732.30	Interim approval	Interim approval
January 30, 2003	12/1 – 12/31/02	\$129,243.50	\$6,093.80	Interim approval	Interim approval
March 4, 2003	October – December, 2002	\$459,440.50	\$18,595.84	\$459,440.50	\$18,467.74
March 4, 2003	1/1 – 1/31/03	\$162,033.00	\$6,383.16	Interim approval <sup>7</sup>	Interim approval
April 2, 2003	2/1 – 2/28/03	\$215,511.50	\$3,784.70	Interim approval	Interim approval
April 29, 2003	3/1 – 3/31/03	\$146,603.00	\$6,713.84	Interim approval	Interim approval
May 15, 2003	January – March, 2003	\$524,147.50	\$16,881.70	\$524,045.50	\$16,881.70
June 3, 2003	4/1 – 4/30/03	\$135,130.00	\$2,786.42	Interim approval <sup>8</sup>	Interim approval
July 11, 2003	5/1 – 5/31/03	\$109,408.00	\$6,546.04	Interim approval	Interim approval
July 31, 2003	6/1 – 6/30/03	\$115,099.00	\$1,925.86	Interim approval	Interim approval
August 27, 2003	April – June, 2003	\$359,637.00	\$11,258.32	\$357,346.00	\$11,183.48
September 5, 2003	7/1 – 7/31/03	\$197,495.50	\$9,235.33	Interim approval <sup>9</sup>	Interim approval
October 1, 2003	8/1 – 8/31/03	\$178,910.50	\$7,009.66	Interim approval	Interim approval
November 6, 2003	9/1 – 9/30/03	\$157,200.00	\$3,817.57	Interim approval	Interim approval
November 18, 2003	July – September, 2003	\$533,606.00	\$20,062.56	\$533,606.00	\$20,062.56
November 26, 2003	10/1 – 10/31/03	\$251,093.50	\$7,115.96	Interim approval <sup>10</sup>	Interim approval
December 29, 2003	11/1 – 11/30/03	\$187,914.00	\$4,969.88	Interim approval	Interim approval
February 2, 2004	12/1 – 12/31/03	\$317,880.00	\$8,631.60	Interim approval	Interim approval
February 25, 2004	October – December, 2003	\$756,887.50	\$20,717.44	\$756,838.00	\$20,717.44
March 5, 2004	1/1 – 1/31/04	\$524,446.00	\$32,428.07	Interim approval <sup>11</sup>	Interim approval
April 2, 2004	2/1 – 2/29/04	\$274,589.50	\$10,852.51	Interim approval	Interim approval
May 3, 2004	3/1 – 3/31/04	\$337,945.00	\$13,159.10	Interim approval	Interim approval
May 17, 2004	January – March, 2004	\$1,136,980.50	\$56,439.68	\$1,134,755.00	\$56,439.68
June 1, 2004	4/1 – 4/30/04	\$280,547.50	\$10,895.93	Interim approval <sup>12</sup>	Interim approval
July 1, 2004	5/1 – 5/31/04	\$213,906.00	\$9,502.49	Interim approval	Interim approval

<sup>5</sup> The fees and expenses requested in the July-September, 2002, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on March 14, 2003.

<sup>6</sup> The fees and expenses requested in the October-December, 2002, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on July 28, 2003.

<sup>7</sup> The fees and expenses requested in the January-March, 2003, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on September 22, 2003.

<sup>8</sup> The fees and expenses requested in the April-June, 2003, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on December 15, 2003.

<sup>9</sup> The fees and expenses requested in the July-September, 2003, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on April 26, 2004.

<sup>10</sup> The fees and expenses requested in the October-December, 2003, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on June 16, 2004.

<sup>11</sup> The fees and expenses requested in the January-March, 2004, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on September 27, 2004.

<sup>12</sup> The fees and expenses requested in the April-June, 2004, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on January 25, 2005.

Date Filed	Period Covered	Requested Fees	Requested Expenses	Approved Fees	Approved Expenses
September 2, 2004	6/1 – 6/30/04	\$430,246.50	\$15,235.72	Interim approval	Interim approval
October 6, 2004	April – June, 2004	\$924,700.00	\$35,634.14	\$918,960.50	\$35,557.55
September 17, 2004	7/1 – 7/31/04	\$599,563.50	\$27,869.76	Interim approval <sup>13</sup>	Interim approval
October 7, 2004	8/1 – 8/31/04	\$793,285.00	\$45,729.42	Interim approval	Interim approval
November 3, 2004	9/1 – 9/30/04	\$913,771.00	\$32,811.19	Interim approval	Interim approval
November 17, 2004	July – September, 2004	\$2,306,619.50	\$106,410.37	\$2,298,879.00	\$105,176.56
December 7, 2004	10/1 – 10/31/04	\$842,268.50	\$38,703.13	Interim approval <sup>14</sup>	Interim approval
January 7, 2004	11/1 – 11/30/04	\$581,027.00	\$35,469.12	Interim approval	Interim approval
February 1, 2005	12/1 – 12/31/04	\$863,104.50	\$38,461.17	Interim approval	Interim approval
February 14, 2005	October – December, 2004	\$2,286,400.00	\$112,633.42	\$2,279,008.50	\$110,200.64
March 18, 2005	1/1 – 1/31/05	\$1,214,802.50	\$65,721.17	Interim approval <sup>15</sup>	Interim approval
April 15, 2005	2/1 – 2/28/05	\$717,562.00	\$46,304.21	Interim approval	Interim approval
May 19, 2005	3/1 – 3/31/05	\$916,504.00	\$50,822.73	Interim approval	Interim approval
June 15, 2005	January – March, 2005	\$2,848,868.50	\$162,848.11	\$2,833,566.00	\$162,482.21
June 7, 2005	4/1 – 4/30/05	\$862,337.00	\$32,392.41	Interim approval <sup>16</sup>	Interim approval
June 29, 2005	5/1 – 5/31/05	\$852,424.50	\$52,685.55	Interim approval	Interim approval
August 5, 2005	6/1 – 6/30/05	\$1,181,036.00	\$58,504.79	Interim approval	Interim approval
August 8, 2005	April – June, 2005	\$2,895,797.50	\$143,582.75	\$2,894,660.00	\$143,530.87
September 9, 2005	7/1 – 7/31/05	\$1,740,148.50	\$155,036.60	\$1,392,118.80	\$155,036.60
September 28, 2005	8/1 – 8/31/05	\$1,451,595.50	\$95,151.93	\$1,161,276.40	\$95,151.93
October 28, 2005	9/1 – 9/30/05	\$1,471,412.50	\$128,814.69	\$1,177,130.00	\$128,814.69
October 28, 2005	July – September, 2005	\$4,663,156.50	\$379,003.22	Pending	Pending
November 28, 2005	10/1/05 – 10/31/05	\$1,602,349.50	\$111,318.89	\$1,281,879.60	\$111,318.89

The K&E attorneys who rendered professional services in these cases during the Fee Period are:

Name of Professional Person	Position with the Applicant and Year Admitted	Department	Hourly Billing Rate	Total Billed Hours	Total Compensation
Janet S. Baer	Partner 1982	Restructuring	\$745.00	160.10	\$119,274.50
Amanda C. Basta	Associate 2002	Litigation	\$365.00	113.80	\$41,537.00
Salvatore F. Bianca	Associate 2003 (grad 2001)	Restructuring	\$455.00	136.30 <sup>17</sup>	\$62,016.50

<sup>13</sup> The fees and expenses requested in the July-September, 2004, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on March 22, 2005.

<sup>14</sup> The fees and expenses requested in the October-December, 2004, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on June 29, 2005.

<sup>15</sup> The fees and expenses requested in the January-March, 2005, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on September 26, 2005.

<sup>16</sup> The fees and expenses requested in the April-June, 2005, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on December 19, 2005.

<sup>17</sup> For administrative reasons, certain time billed for the period October 1, 2005, through October 31, 2005, were not posted in K&E's accounting system for inclusion with K&E's fee application filed for October 2005. This time includes 6.80 hours billed by Salvatore Bianca; 1.00 hour billed by Jonathan Friedland; 228.20 hours billed by Barbara Harding; 2.60 hours billed by James Kapp; and 6.50 hours billed by Elli Leibenstein. As a result, this fee application contains such hours of time billed by these timekeepers during the period October 1, 2005, through October 31, 2005, in addition to the hours they billed during the fee period November 1, 2005, through November 30, 2005.

Name of Professional Person	Position with the Applicant and Year Admitted		Department	Hourly Billing Rate	Total Billed Hours	Total Compensation
Samuel Blatnick	Associate	2002	Litigation	\$315.00	109.40	\$34,461.00
Michelle H. Browdy	Partner	1990	Litigation	\$625.00	55.30	\$34,562.50
Christopher C. Chiou	Associate	2004	Litigation	\$275.00	145.00	\$39,875.00
Kenneth S. Clark	Associate	Pending	Litigation	\$240.00	75.50	\$18,120.00
Barak Cohen	Associate	2003	Litigation	\$365.00	198.90	\$72,598.50
Jonathan Friedland	Partner	1994	Restructuring	\$635.00	76.10 <sup>17</sup>	\$48,323.50
Mark E. Grummer	Partner	1976	Environment	\$645.00	74.80	\$48,246.00
Barbara M. Harding	Partner	1988	Litigation	\$515.00	363.70 <sup>17</sup>	\$187,305.50
Vicki V. Hood	Partner	1977	Employee Benefits	\$675.00	10.10	\$6,817.50
William B. Jacobson	Partner	1994	Litigation	\$495.00	199.10	\$98,554.50
Andrea L. Johnson	Associate	2004	Restructuring	\$330.00	47.30	\$15,609.00
James W. Kapp	Partner	1994	Restructuring	\$675.00	54.60 <sup>17</sup>	\$36,855.00
Antony B. Klapper	Partner	1996	Litigation	\$545.00	16.40	\$8,938.00
Rebecca A. Koch	Associate	Pending	Litigation	\$240.00	179.00	\$42,960.00
Elli Leibenstein	Partner	1992	Litigation	\$565.00	106.70 <sup>17</sup>	\$60,285.50
Tyler D. Mace	Associate	2003	Litigation	\$315.00	158.40	\$49,896.00
Paul L. McDonald	Associate	1999	Litigation	\$365.00	22.80	\$8,322.00
Dawn D. Marchant	Partner	1990	Litigation	\$515.00	117.20	\$60,358.00
David E. Mendelson	Partner	1997	Litigation	\$445.00	92.00	\$40,940.00
Rachel Schulman	Of Counsel	1989	Restructuring	\$595.00	83.90	\$49,920.50
Michael D. Shumsky	Associate	2004	Litigation	\$315.00	20.50	\$6,457.50
Lori Sinanyan	Associate	2000	Restructuring	\$485.00	46.00	\$22,310.00
Brian T. Stansbury	Associate	2002	Litigation	\$365.00	124.50	\$45,442.50
Laurence A. Urgenson	Partner	1975	Litigation	\$745.00	132.70	\$98,861.50
Evan C. Zoldan	Associate	2002	Litigation	\$315.00	128.50	\$40,477.50
<b>Total for attorneys</b>					<b>3,048.60</b>	<b>\$1,399,325.00</b>

The paraprofessionals of K&E who rendered professional services in these cases during the Fee Period are:

Name of Professional Person	Position with the Applicant Number of Years as a Paraprofessional		Department	Hourly Billing Rate	Total Billed Hours	Total Compensation
Deborah L. Bibbs	Case Assistant	26 Years	Litigation	\$120.00	10.50	\$1,260.00
Heather Burke	Project Assistant	4 Months	Litigation	\$130.00	12.50	\$1,625.00
Kathleen E. Cawley	Legal Assistant	14 Years	Litigation	\$230.00	74.10	\$17,043.00
Michael A. Coyne	Case Assistant	4 Months	Litigation	\$105.00	157.80	\$16,569.00
Kimberly Davenport	Case Assistant	8 Years	Litigation	\$120.00	19.50	\$2,340.00
Lauren DeVault	Project Assistant	6 Months	Restructuring	\$130.00	132.00	\$17,160.00
Timothy J. Fitzsimmons	Legal Assistant	8 Months	Litigation	\$175.00	142.50	\$24,937.50
Amber A. Horn	Case Assistant	1 Year	Litigation	\$105.00	148.70	\$15,613.50
Jonathan Knisley	Project Assistant	1 Year	Litigation	\$140.00	60.30	\$8,442.00
Whitney Lapple	Project Assistant	5 Months	Restructuring	\$130.00	56.40	\$7,332.00
Maureen McCarthy	Legal Assistant	3 Years	Restructuring	\$180.00	11.10	\$1,998.00
Suzanne J. McPhail	Legal Assistant	4 Years	Litigation	\$185.00	74.10	\$13,708.50
Laura E. Mellis	Legal Assistant	2 Years	International Trade	\$160.00	160.50	\$25,680.00
Eric B. Miller	Legal Assistant	1 Year	Litigation - General	\$160.00	18.80	\$3,008.00

<b>Name of Professional Person</b>	<b>Position with the Applicant</b>	<b>Number of Years as a Paraprofessional</b>	<b>Department</b>	<b>Hourly Billing Rate</b>	<b>Total Billed Hours</b>	<b>Total Compensation</b>
Elizabeth Ori	Project Assistant	5 Months	Restructuring	\$130.00	15.50	\$2,015.00
Katherine K. Phillips	Legal Assistant	1 Year	Restructuring	\$180.00	129.50	\$23,310.00
Joshua C. Pierce	Case Assistant	6 Months	Litigation	\$105.00	83.20	\$8,736.00
Stephanie A. Rein	Case Assistant	3 Months	Litigation	\$105.00	193.70	\$20,338.50
Michael A. Rosenberg	Legal Assistant	3 Months	Litigation	\$160.00	113.40	\$18,144.00
Erin Skowron	Legal Assistant	6 Months	Litigation	\$160.00	56.40	\$9,024.00
Terrell D. Stansbury	Legal Assistant	3 Years	Litigation	\$175.00	143.00	\$25,025.00
Margaret S. Utgoff	Legal Assistant	1 Year	Litigation	\$160.00	228.90	\$36,624.00
Christopher E. Williamson	Legal Assistant	6 Months	Litigation	\$160.00	132.90	\$21,264.00
Kristen Weber	Project Assistant	3 Months	Restructuring	\$130.00	93.00	\$12,090.00
Velma J. Worrells	Case Assistant	9 Years	Litigation	\$115.00	44.10	\$5,071.50
Library Research	Research Specialist	N/A	Administrative Services	\$175.00	32.70	\$5,722.50
<b>Total for Paraprofessionals</b>					<b>2,345.10</b>	<b>\$344,081.00</b>

Grand Total for Fees: **\$1,743,406.00**Blended Rate: **\$323.23**

**Compensation by Matter**

<b>Matter Number</b>	<b>Matter Description</b>	<b>Total Hours</b>	<b>Total Fees Requested</b>
17	Relief from Stay	5.20	\$2,910.00
19	Claims Analysis Objection and Resolution (Non-Asbestos)	112.90	\$70,206.50
20	Case Administration	479.70	\$91,021.00
21	Claims Analysis Objection and Resolution (Asbestos)	2,890.90	\$921,983.00
23	Business Operations	5.30	\$3,679.50
27	Employee Benefits/Pension	12.30	\$8,456.50
28	Litigation and Litigation Consulting	22.50	\$15,971.50
30	Hearings	28.70	\$17,264.50
32	Fee Applications, Applicant	34.20	\$11,591.50
37	Plan and Disclosure Statement	25.70	\$14,188.50
38	Employment Applications, Others	14.90	\$8,448.50
41	Tax Issues	1.90	\$999.50
42	Travel non-working	24.80	\$14,652.00
57	Montana Grand Jury Investigation	1,689.80	\$541,823.00
58	Criminal Travel Matter, No Third Parties	44.90	\$20,210.50
	<b>Total:</b>	<b>5,393.70</b>	<b>\$1,743,406.00</b>

**Expense Summary**

<b>Description</b>	<b>Amount</b>
Telephone	\$3,020.40
Fax Telephone Charge	\$6.00
Fax Charge	\$174.75
Standard Copies	\$33,072.90
Binding	\$140.00
Tabs/Indexes/Dividers	\$180.90
Color Copies	\$6,288.00
Scanned Images	\$1,609.80
CD-ROM Duplicates	\$510.00
Postage	\$51.38
Overnight Delivery	\$2,246.95
Outside Messenger Services	\$1,429.57
Local Transportation	\$419.65
Travel Expense	\$6,839.67
Airfare	\$16,905.44
Transportation to/from airport	\$1,413.09
Travel Meals	\$1,164.14
Car Rental	\$238.91
Other Travel Expenses	\$448.25
Court Reporter Fee/Deposition	\$955.72
Filing Fees	\$170.00
Expert Fees	\$4,476.00
Professional Fees	\$41,506.31
Outside Computer Services	\$3,883.25
Outside Video Services	\$207.64
Outside Copy/Binding Services	\$20,497.38
Working Meals/K&E Only	\$194.22
Working Meals/K&E and Others	\$2,715.83
Information Broker Doc/Svcs	\$2,785.31
Library Document Procurement	\$543.66
Computer Database Research	\$18,275.23
Overtime Transportation	\$3,676.72
Overtime Meals	\$4,612.86
Overtime Meals - Attorney	\$1,350.97
Secretarial Overtime	\$1,645.56
Overtime Meals - Legal Assistant	\$64.27
Miscellaneous Office Expenses	(\$922.34)
<b>Total</b>	<b>\$182,798.39</b>

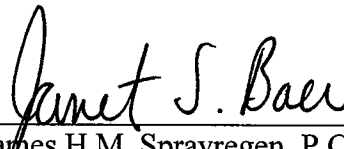


**WHEREFORE**, K&E respectfully requests (a) that an allowance be made to it, as fully described above for the (i) 80% of the amount of **\$1,743,406.00** for reasonable and necessary professional services K&E has rendered to the Debtors during the Fee Period (**\$1,394,724.80**) and (ii) 100% of the reimbursement of actual and necessary costs and expenses incurred by K&E during the Fee Period (**\$182,798.39**); (b) that both fees and expenses are payable as administrative expenses of the Debtors' estates; and (c) that this Court grant such further relief as is equitable and just.

Wilmington, Delaware  
Dated: December 28, 2005

Respectfully submitted,

KIRKLAND & ELLIS LLP

 *with permission W.M.*  
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